

EXHIBIT A

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11-3489052

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK
AT CENTRAL ISLIP

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In re:

Chapter 11
Case No: 03-82550-288

INNAPHARMA, INC.,

Debtor.
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INTERIM ORDER (A) (i) AUTHORIZING POSTPETITION FINANCING BY LENDER GROUP, (ii) GRANTING LENDER GROUP LIENS AND SUPERPRIORITY ON THE DEBTOR'S ASSETS, AND (B) SCHEDULING HEARING WITH RESPECT TO DEBTOR'S MOTION SEEKING THE ENTRY OF AN ORDER APPROVING THE APPLICATION FOR ORDER (1) AUTHORIZING THE DEBTOR TO INCUR POST PETITION FINANCING, WITH SUPERPRIORITY OVER ADMINISTRATIVE EXPENSES AND SECURED BY SUPERPRIORITY LIENS PURSUANT TO SECTIONS 105(a), 364(d)(1) OF THE BANKRUPTCY CODE, (2) SCHEDULING A FINAL HEARING AND ESTABLISHING NOTICE REQUIREMENTS PURSUANT TO BANKRUPTCY RULES 2002, 4001 AND 9014, AND (3) GRANTING RELATED RELIEF

Upon the Application (the "Application") of Innapharma, Inc., Debtor and Debtor-in-possession (the "Debtor"), seeking, among other things, the entry of Orders (1) authorizing the Debtor to (a) to incur post-petition financing on an interim basis, with superpriority over administrative expenses and secured by superpriority liens pursuant to Sections 105(a), 364(d)(1) of the Bankruptcy Code (the "DIP Financing"), and (2) scheduling a final hearing and establishing notice requirements pursuant to Bankruptcy Rules 2002, 4001 and 9014, and (3) providing for other related relief; and upon the hearing held on _____, 2003 at ____:____.m. (the "Interim Hearing") need for post-petition financing through the Final Hearing to pay certain employee obligations and to fund the Debtor's operations to (collectively, the "Immediate Obligations") pending confirmation of its Plan of Reorganization and it appearing that, subject to the approval of this Court, the Debtor has reached an agreement with certain of its officers, directors and shareholders

(collectively the "Lender Group") for post-petition financing to be provided immediately by the DIP Lender Group in the amount of \$____,000.00 (the "Interim DIP Funds") for the payment of the Immediate Obligations, with (i) the Lender Group granted a first-position secured lien on all of the Debtor's assets (the "Assets").

NOW, THEREFORE, HEREBY ORDERED, ADJUDGED AND DECREED AS FOLLOWS:

1. **The Interim DIP Funds.** The Debtor is authorized to borrow the Interim DIP Funds from the Lender Group in the amount of \$____,000.00 for the funding of the Immediate Obligations. A first-position secured lien is hereby granted to the DIP Lender on the Assets. The terms of this Order and the borrowing facility authorized hereunder shall expire, and the Loans made hereunder will mature and be due and payable, 30 days from the date of entry of this Order, unless this Court enters a further Order approving the post-petition financing on a final basis, in which event the maturity date of the Loans shall be the Maturity Date defined in the DIP Loan Agreement.

2. **The Final DIP Financing Hearing.** On November ____, 2003 at ____:____.m. a hearing shall be held before the Judge Stan Bernstein, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Eastern District of New York, 290 Federal Plaza, Central Islip, New York 11722, to consider the Debtor's request for approval of the DIP Financing and other related relief

3. **Objections to the DIP Financing.** Objections, if any, to the entry of interim order approving the DIP Financing as requested by the Application, must be in writing, shall conform to the Bankruptcy Rules and Local Bankruptcy Rules, and state with specificity, the name of the objecting party, the nature and amount of any claim or interest held or asserted against the Debtor's estate or property, the basis of the objection(s), and the specific grounds therefor and shall be filed with the Bankruptcy Court no later than November ____, 2003 at 4:00 p.m., and simultaneously served so as to be received by: (a) Silverman Perlstein & Acampora LLP 100 Jericho Quadrangle, Suite 300, Jericho, New York 11753, Attention: Gerard R. Luckman, Esq., counsel to the Debtor; (b)

[NAME], _____, Attention: _____,
Esq., agent for the Lender Group; (c) Nixon Peabody, LLP, 990 Stewart Avenue, Garden City, NY
11530, Attention: Douglas Spelfogel, Esq., counsel to the Committee; and (d) the Office of the
United States Trustee, 560 Federal Plaza, Central Islip, New York 11722, Attention: Stan Yang,
Esq.

4. **Service of Notice.** The Debtor shall serve this Order, the Motion and the proposed
DIP financing Order via _____ mail upon: (a) _____, Agent for
the Lender Group; (b) Nixon Peabody, LLP, 990 Stewart Avenue, Garden City, NY 11530, Attention:
Douglas Spelfogel, Esq., counsel to the Committee; and (c) the Office of the United States Trustee,
560 Federal Plaza, Central Islip, New York 11722, Attention: Stan Yang, Esq. Such notice as
provided herein shall constitute good and sufficient notice of the Application and the Debtor's
request for approval of the DIP Financing.

6. **Extensions, Adjournments.** The Debtor may extend the deadlines set forth
herein, may adjourn the Final Hearing and/or may seek adjournment of the Final Hearing in open
court, all without further notice. The Debtor reserves the right to seek to amend and/or impose
additional terms and conditions at or prior to the Final Hearing.

Dated: November ___, 2003
Central Islip, New York

JUDGE STAN BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE